

**ARTICLES OF INCORPORATION
OF
ALABASTER YOUTH BASEBALL & SOFTBALL
UMPIRE ASSOCIATION, INC.**

The undersigned individuals, being over the age of nineteen (19) years, residents of the State of Alabama, and citizens of the United States, desiring to form a non-profit corporation pursuant to the provisions of § 10-3A-1 et seq., Code of Alabama 1975, as amended, do hereby adopt the following Articles of Incorporation:

I.

The name of the corporation is Alabaster Youth Baseball & Softball Umpire Association, Inc.

II.

The period of its duration is perpetual.

III.

A. The purposes for which the corporation is organized are charitable, benevolent, eleemosynary, educational, civic, social, or any other lawful activity for which corporations may be organized under the Alabama Non-Profit Corporation Act, including the following specific purposes:

1. To maintain highly trained umpires through well organized clinics;
2. To promote certification of umpires through the required leagues, both baseball and softball;
3. To enforce the rules of each league; and
4. To implant in the youth the ideals of good sportsmanship, honesty, loyalty, courage, and reverence.

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B. Notwithstanding any of the powers or purposes of the corporation contained in these Articles of Incorporation or granted by law, the purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of § 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

C. Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under § 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

D. Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of § 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction, in the county in which the principal office of the organization is then located, exclusively for such purposes.

IV.

The corporation shall have two classes of members, active and probationary. Active members must meet the following criteria:

- A. Desire to upgrade baseball and/or softball in general;
- B. Desire to promote better officiating;

- C. Pass all certification tests for being an umpire in the appropriate league;
- D. Be 16 years of age or older; and
- E. Have a working knowledge of the rules.

Probationary members must meet the following criteria:

- A. Desire to upgrade baseball and/or softball;
- B. Desire to promote better officiating;
- C. Be 15 years of age or older;
- D. Have a working knowledge of the rules; and
- E. Be recommended by an active member.

The Board of Directors will determine change of membership from probationary to active or the termination of probationary membership.

V.

The street address of the initial registered office of the corporation is 201 1st Street North, Alabaster, Alabama 35007, and the mailing address of the initial registered office of the corporation is P. O. Box 155, Alabaster, Alabama 35007. The name of the initial registered agent at such address is James R. Jones.

VI.

The number of directors constituting the initial Board of Directors is three (3), and the name and address of each person who is to serve on the initial Board of Directors is:

| | |
|-----------------|---|
| James R. Jones | 111 Windsor Lane, Alabaster, AL 35007 |
| Frank Smeraglia | 241 Norwick Forest Drive, Alabaster, AL 35007 |
| Cathy Parrott | 1033 8th Avenue SW, Alabaster, AL 35007 |

VII.

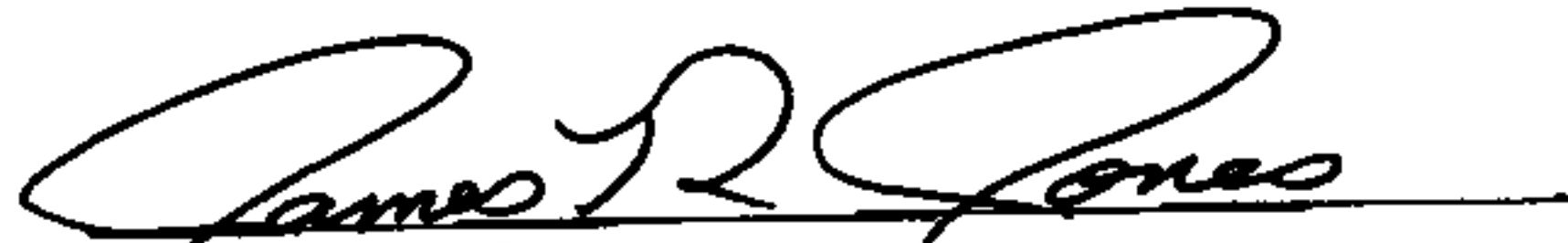
The manner in which the directors are elected or appointed and the provisions for the regulation and management of the affairs of the corporation shall be determined in accordance with the bylaws adopted by the corporation.

VIII.

The name and address of each incorporator is:

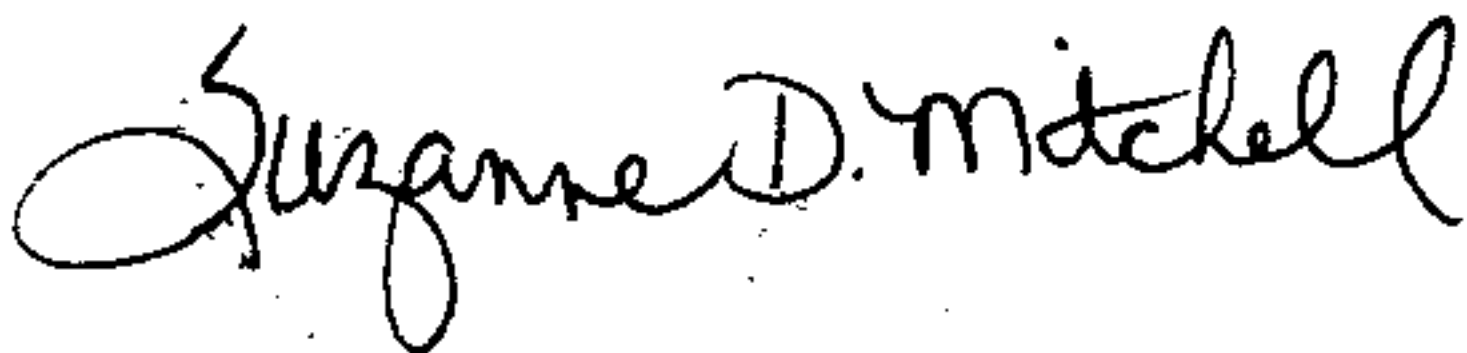
| | |
|-----------------|---|
| James R. Jones | 111 Windsor Lane, Alabaster, AL 35007 |
| Frank Smeraglia | 241 Norwick Forest Drive, Alabaster, AL 35007 |
| Cathy Parrott | 1033 8th Avenue SW, Alabaster, AL 35007 |

In witness whereof, we have subscribed our names on this the 22 day of April, 1996.


James R. Jones


Frank Smeraglia


Cathy Parrott



State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION

OF

ALABASTER YOUTH BASEBALL & SOFTBALL UMPIRE ASSOC. INC

The undersigned, as Judge of Probate of SHELBY County, State of Alabama, hereby certifies that duplicate originals of Articles of INCORPORATION of ALABASTER YOUTH BASEBALL & SOFTBALL UMPIRE ASSOC. INC duly signed and verified pursuant to the provisions of Section NON-PROFIT of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of ARTICLES OF INCORPORATION of ALABASTER YOUTH BASEBALL & SOFTBALL UMPIRE ASSOC. INC, and attaches hereto a duplicate original of the Articles of INCORPORATION.

GIVEN Under My Hand and Official Seal on this the 19th day of JUNE, 1996.

PATRICIA YEAGER HUNTER

Judge of Probate

Inst # 1996-19861

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SHELBY COUNTY JUDGE OF PROBATE
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